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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
THE OBRIA FOUNDATION, INC.
CORPORATION NO. C2742796

FILED
Secretary of State
State of California

OCT 27 2016

The undersigned certify that:

1. They are the President and Secretary, respectively, of THE OBRIA FOUNDATION, INC., a California Corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

ARTICLES OF INCORPORATION
OF
THE OBRIA GROUP, INC.

I.

The name of this corporation is THE OBRIA GROUP, INC.

II.

This corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

III.

This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

IV.


The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed

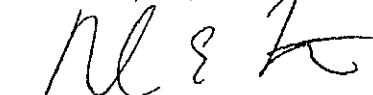
to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors.

4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the statements set forth in this Certificate are true and correct of our own knowledge and this declaration was executed on October 25, 2016, at Costa Mesa, California.


Kathleen Eaton, President


Mark Foster, Secretary